UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

1411713

OMBAPPROVAL

OMB Number: 3235-0076

Expires: April

April 30, 2008

Estimated average burden hours per response. 16.00



FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

		USE ONLY	SEC
al .	Serial		Prefix
		E RECEIVED	DAT
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Name of Offering (check if this is an amendment and name has changed, and indicate change.)	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	TULOE
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	
Enter the information requested about the issuer	
Name of Issuer (Check if this is an amendment and name has changed, and indicate change.) A Secret Cottone	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
5723 Impala Drive Joslin, Mo 64804	417-689-4922
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business A Secret Cottage is a combined business of floral s	hop, greenhouse, and a wedding chapel.
Our floral shop is a onestop shop from Invitation to Production	of Rehearsal dinner, Weddings, and Receptions
corporation limited partnership, already formed coher (pl	case specify):
business trust limited partnership, to be formed	
Month Year Actual or Estimated Date of Incorporation or Organization: Old Old Old	PICOCIVED WITH THE PROPERTY OF
GENERAL INSTRUCTIONS .	
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 77d(6).	CFR 230.501 et seq. or 15 U.S.C.
When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed file and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received which it is due, on the date it was mailed by United States registered or certified mail to that address.	ed with the U.S. Securities at that address after the date on PROCESSED
Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.	0
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies photocopies of the manually signed copy or bear typed or printed signatures.	<i>V</i>
Information Required: A new filing must contain all information requested. Amendments need only report the name of the issu thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and not be filed with the SEC.	er and offering, any changes B. Part E and the Appendix need FINANCIAL
Filing Fee: There is no federal filing fee.	
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exem accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The appet this notice and must be completed.	Administrator in each state where sales uption, a fee in the proper amount shall

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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 Enter the information reques 	ted for the following:				
Each promoter of the	issuer, if the issuer has	s been organized within the past	t five years;		
¥ Each beneficial owne	7 having the power to	vote or dispose, or direct the vot	te or disposition of, 10% or mor	e of a class of equity se	curities of the issuer.
Each executive office	r and director of corpo	rate issuers and or corporate ge	neral and managing partners of p	partnership issuers; and	
 Each general and man 	aging partner of partn	ership issuers.	•		,
hack Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
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	(Number and Street, C		.		
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?					Carrie Carre	B. IN	PORMATION	ABOUT OF	ERING	Contract de	ya pinagan di Marana		7,699, 123-4-142,	-15-38 - 15-5 4-4-5-4-5-5-5-5-5-5-5-5-5-5-5-5-5-5-
Answer also in Appendix, Column 2, If filing under ULOE. 2. "What is the minimum investment that will be accepted from any individual?	1	Has the i	sener sold o	r does the icon									Yes	No
2. What is the minimum investment that will be accepted from any individual? 3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar removeration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. Through that five (o) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) All States AL AK AZ AR CA CO CT DE DC FL GA HI III IN IA KS KY LA ME MD MA MI MN MS MM MM	١.	a las ule i	35001 3010, 0	does the issu					_		****		X	IJ
3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check *AI) States* or check individual States)	2.	What is t	the minimum	investment th			- •		-		*******		s ið.o	6 0.
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS $\,$

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check		
	this box and indicate in the columns below the amounts of the securities offered for exchange and		
	already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	
	Debt	s <u>O</u>	s 0
	Equity	s <u>2,300,</u> 000	0.04 s <u>0</u>
	Common Preferred		
	Convertible Securities (including Warrants)	s O	s O
	Partnership Interests	_	s O
	Other (Specify)		s O
	Total		O 2 *.06
	Answer also in Appendix, Column 3, if filing under ULOE.	<u> </u>	<u> </u>
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this		
2.	offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their		
	purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate
		Number	Dollar Amount
	·	Investors &	of Purchases
	Accredited Investors		_ s <u>O</u>
	Non-accredited Investors	_	_ s <u>O</u>
	Total (for filings under Rule 504 only)	<u> </u>	_ s <u>O</u>
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	•	T	Dellas Assessed
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505	n1/1	S
	Regulation A		_ s
	Rule 504	- N /A	
	Total		_
			_ •
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		_ s_ Q
	Printing and Engraving Costs		s 1,600.00
	Legal Fees		s 5,000.00
	Accounting Fees		s 8,000.00
	Engineering Fees		_ s
	Sales Commissions (specify finders' fees separately)		_ sO
	Other Expenses (identify) Payment for pages work		x 4,389.00
	Total		s 18,989.∞

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEED	OS	
	b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		s <u>18,989.00</u>
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.		
		Payments to Officers, Directors, & Affiliates	Payments to Others
			≥ 8 <u>20,000.00</u>
	Salaries and fees	□ \$	
		□ "	N a - 1: a to 1 a so :
	Purchase, rental or leasing and installation of machinery and equipment	s	× 232,400.9
	Construction or leasing of plant buildings and facilities		S 204,611.00
	Acquisition of other businesses (including the value of securities involved in this		
	offering that may be used in exchange for the assets or securities of another		
	issuer pursuant to a merger)		□ \$
	Repayment of indebtedness	—	S
	Working capital	<u> </u>	اللبكا
	Other (specify): Inventory	s	8 <u>562,000.</u>
	Insurance and Advertising		
		s	⊠ <u>\$ 27.000 .</u> ∞
	Column Totals	≥ \$ <u>30,000.00</u>	1≥ 5 <u>2,251,011.</u>
	Total Payments Listed (column totals added)	⋈ \$ <u>2,</u>	<u>300,000</u> .∞
Г	D. FEDERAL SIGNATURE		
sig	issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed unature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.	written request of its staff,	
Iss	signature Signature	Date	
	Secret Cottage Wedding Chapellill Title of Signer (Print or Type)	8-27-0	17
 Na	ne of Signer (Print or Type) Title of Signer (Print or Type)		

- ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1.		presently subject to any of the disqualification	Yes	No X							
		See Appendix, Column 5, for state response).								
2.	The undersigned issuer hereby undertakes D (17 CFR 239.500) at such times as requ	s to furnish to any state administrator of any state in uired by state law.	which this notice is filed a notice on Form								
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.										
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.										
	er has read this notification and knows the coorized person.	ontents to be true and has duly caused this notice to	be signed on its behalf by the undersigned								
Issuer (P	rint or Type)	Signature	Date	-							
A Se	cret Cottage Wedding Cl	Title (Print or Type)	8-27-07								
Name (P	nntor type)	Time (Time of Type)									

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

1		2 3 4 Type of security								
	to non-ac		and aggregate offering price offered in state (Part C - Item 1)		amount pure	investor and chased in State C - Item 2)		under State ULOE (if yes, attach explanation of waiver granted) (Part E - Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
AL										
AK	•									
ΑZ										
AR				:						
CA										
со								•		
СТ										
DE										
DC										
FL										
GA										
ні				_						
D										
IL				_						
IN										
ΙA			· ·							
KS										
KY		1			,					
LA										
МЕ										
MD										
MA										
МІ					 					
MN										
MS										

1	2		3			4		5 Disquali	fication
	Intend to non-ac investors (Part B	credited	Type of security and aggregate offering price offered in state (Part C - Item 1)		Type of investor and amount purchased in State (Part C - Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО									
МТ									
NE	· -								
NV									
NH									
NJ									
NM									
NY					-				
NC									
ND								<u> </u>	
ОН									
OK.									
OR									
PA									
RI									
SC.			,						
SD									
ΙΝ									
TX									
UT									
VT									ļ
VA.									
WA									
wv									
WI									

				APP	ENDIX						
1		2	3			4		5 Disqual			
	Intend to sell to non-accredited investors in State (Part B - Item 1)		Intend to sell a to non-accredited off investors in State offe		Type of security and aggregate offering price offered in state (Part C - Item 1)		amount pur	investor and chased in State C - Item 2)			attach
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
WY											
PR											

END